

BK0345PG0129

STATE MS.-DE SOTO CO.

TC
S98-1248

Dec 29 2 37 PM '98

WILLIE MAY BLYTHE HANDY AND
BETTY MASON BLYTHE, TRUSTEE OF THE
BETTY MASON BLYTHE NON-MARITAL TRUST AND
BETTY MASON BLYTHE, TRUSTEE OF THE BETTY MASON
BLYTHE MARITAL TRUST
GRANTORS

BK 345 PG 129
W.E. DAVIS CH. CLK.

TO

WARRANTY DEED

FLOYD S. ROBERTSON AND WIFE
JOAN ROBERTSON,
GRANTEES

For and in consideration of the sum of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, we, Willie May Blythe Handy and Betty Mason Blythe, Trustee of The Betty Mason Blythe Non-Marital Trust and Betty Mason Blythe, Trustee of The Betty Mason Blythe Marital Trust, do hereby sell, convey and warrant unto Floyd S. Robertson and Joan Robertson, as tenants by the entirety with full rights of survivorship and not as tenants in common, the land lying and being situated in DeSoto County, Mississippi, described as follows, to-wit:

SEE ATTACHED EXHIBIT A CONTAINING TRACT III

The warranty in this deed is subject to rights of ways and easements for public roads and public utilities, to building, zoning, subdivision, and health department regulations in effect in DeSoto County, Mississippi.

By way of explanation, the Grantors, Betty Mason Blythe, is conveying this property pursuant to her authority as set out in the trust created in the Last Will and Testament of Shelton M. Blythe which is on file in the Tate County Chancery Clerk's Office and probated in Cause Number p94-11-388. A copy of the Last Will and Testament is attached hereto for reference and marked as Exhibit B hereto.

It is the intention of the Grantors to convey and warrant in fee simple title unto the Grantees any and all land which they own or may own lying in Section 24, Township 2 South, Range 10 West, lying within the boundaries of Old Highway 61, Star Landing Road and Blythe Road.

Taxes for the year, 1998 are to be pro-rated, and possession

is to be given with delivery of this deed.

WITNESS OUR SIGNATURES, this the 18 day of December, 1998.

Willie May Blythe Handy
WILLIE MAY BLYTHE HANDY

Betty Mason Blythe, Trustee
BETTY MASON BLYTHE, TRUSTEE OF
THE BETTY MASON BLYTHE NON-
MARITAL TRUST

Betty Mason Blythe
BETTY MASON BLYTHE, TRUSTEE OF
THE BETTY MASON BLYTHE MARITAL
TRUST

STATE OF Mississippi
COUNTY OF Desoto

This day personally appeared before me, the undersigned authority in and for said County and State, the within named, Willie May Blythe Handy, who acknowledged that she signed and delivered the above and foregoing Warranty Deed as her free and voluntary act and deed and for the purposes therein expressed.

Given under my hand and official seal of office, this the 19th day of December, 1998.

Ernesta Trujillo
NOTARY PUBLIC

My Commission Expires:
May 12, 2000

STATE OF MISSISSIPPI
COUNTY OF DESOTO

This day personally appeared before me, the undersigned authority in and for said County and State, the within named, Betty Mason Blythe, Trustee of The Betty Mason Blythe Non-Marital Trust who acknowledged that she as Trustee signed and delivered the above and foregoing Warranty Deed as her free and voluntary act and deed and for the purposes therein expressed.

Given under my hand and official seal of office, this the 18 day of December, 1998.

Me Austin M...
NOTARY PUBLIC

My Commission Expires:

Notary Public State of Mississippi At Large
My Commission Expires: July 17, 2002
STATE OF MISSISSIPPI
COUNTY OF DESOTO
Bonded Through: Brooks & Garland, Inc.

This day personally appeared before me, the undersigned authority in and for said County and State, the within named, Betty Mason Blythe, Trustee of The Betty Mason Blythe Marital Trust who acknowledged that she as Trustee signed and delivered the above and foregoing Warranty Deed as her free and voluntary act and deed and for the purposes therein expressed.

Given under my hand and official seal of office, this the 18 day of December, 1998.

Me Austin M...
NOTARY PUBLIC

My Commission Expires:

Notary Public State of Mississippi At Large
My Commission Expires: July 17, 2002
GRANTOR: Brooks & Garland, Inc.
6525 Masters Lane, Olive Branch, MS 38654
Home: 601-895-0378
Work: None

GRANTEES ADDRESS:
12911 Star Landing Road
Lake Cormorant, Ms. 38641
Home: 601-781-1277
Work: None

Prepared By:
Austin Law Firm
230 Goodman Road
Southaven, Ms 38671
601-349-2234

Exhibit A to WARRANTY DEED

Tract III

A part of the Northwest Quarter of Section Twenty-four (24), Township Two (2), Range Ten (10) West, containing 28.35 acres, said lands lying west of the Y & M V Railroad right-of-way, and more particularly described as follows: Beginning at the Northwest corner of the Northwest Quarter of Section Twenty-four (24), Township Two (2), Range Ten (10), thence east 21.25 chains to the Y & M V Railroad Right-of-Way, thence South 39 degrees West 34.25 chains to a point where said railroad crosses the west line of the Northwest Quarter of Section Twenty-four (24), Township Two (2), Range Ten (10), thence north on the west line of said Northeast Quarter of said Section Twenty-four (24), Township Two (2), Range Ten (10) 27.15 chains to the point of beginning, as shown by a plat of record in Book 13, Page 607 of the final records of the Chancery Court of DeSoto County, Mississippi.

Less & Except

0.307 acres more or less recorded in Book 26, Page 484
0.568 acres more or less recorded in Book 42, Page 373
0.542 acres more or less recorded in Book 24, Page 260
2.00 acres more or less recorded in Book 94, Page 508
1.5 acres more or less recorded in Book 238, Page 131

And Less & Except Tract II

A fractional part of the Northwest Quarter of Section Twenty-four (24) in Township Two (2) South, Range Ten (10) West, more particularly described by metes and bounds as: BEGINNING at a point in the south line of Star Landing Road, 30 feet wide, a distance of 499.16 feet eastwardly along said line from its point of intersection with the west boundary line of Section 24 in Township 2 South, Range 10 West, said point of beginning being also at the Northeast corner of the Mrs. J. M. Blythe 1.5 acre homestead lot, running thence eastwardly along the south line of Star Landing Road, 15 feet south of and parallel to the north boundary line of said Section 24, a distance of 418 feet to a point at the northwest corner of the Mrs. B. K. Allen 0.542 acre lot; thence southwardly along the west line of said 0.542 acre lot, and perpendicular to Star Landing Road, a distance of 186 feet to a point at the southwest corner of said lot; thence eastwardly along the south line of the said 0.542 acre lot, and parallel to Star Landing Road, a distance of 127 feet to a point at the southeast corner of said lot; thence northwardly along the east line of the said 0.542 acre lot, and perpendicular to Star Landing Road, a distance of 186 feet to a point in the south line of said Road at the northeast corner of said 0.542 acre lot; thence eastwardly along the south line of Star Landing Road a distance of 70 feet to a point at the northwest corner of the W. A. Cody 0.568 acre lot; thence southwardly along the west line of the said 0.568 acre lot; and perpendicular to Star Landing Road, a distance of 186 feet to a point at the southwest corner of said lot; thence eastwardly along the south line of the said 0.568 acre lot, and parallel to Star Landing Road, a distance of 76.76 feet to a point; thence southeasterly along the south line of said lot with a deflection angle of 38 degrees and 37 minutes to the right from the last described course, and perpendicular to the northwest right of way line of the Illinois Central Railroad, a distance of 40 feet to a point in the said right of way line at a distance of 270 feet southwardly along the said right of way line from its point of intersection with the aforesaid south line of Star Landing Road; thence southwardly along the said northwest right of way line a distance of 1,426.06 feet to a point; thence northwardly along a line a distance of 556 feet to its point of intersection with the south line of the aforesaid Mrs. J. M. Blythe 1.5 acre homestead lot at a distance of 96.29 feet eastwardly along said south line from the southwest corner of said lot; thence eastwardly along the south line of said 1.5 acre lot, and parallel to Star Landing Road, a distance of 78.71 feet to a point at the southeast corner of said lot; thence northwardly along the east line of said 1.5 acre lot, and perpendicular to Star Landing Road, a distance of 373.37 feet to the point of beginning, and containing an area of (12.2495) acres, more or less, and being the east part of the 24.048 acre residue of the 28.35 acre tract conveyed by warranty deed dated November 3, 1936 from Mrs. Ethel B. Allen as her undivided one-sixth interest to J. M. Blythe, of record in Book 25 at Page 337 in the office of the Chancery Court, Clerk of DeSoto County at Hernando, Mississippi.

Handy/Bluth

BR0345PG0131

Exhibit B

BK0345PG0132

LAST WILL AND TESTAMENT

OF

SHELTON M. BLYTHE

I, SHELTON M. BLYTHE, now of Senatobia, Tate County, Mississippi, hereby declare this to be my Last Will and Testament and revoke any other Wills or Codicils that I may have made.

ARTICLE I

PERSONAL AND HOUSEHOLD BELONGINGS

I devise and bequeath all of my personal and household belongings to my wife, Betty Mason Blythe ("Betty"), for and during the term of her natural life (with the right to possession and to use them for her life without bond or other security), with remainder at Betty's death to our children, Joseph Greene Blythe ("Greene") and Alice Blythe Denton ("Alice"), in equal shares.

ARTICLE II

RESIDUARY ESTATE

I devise and bequeath all of my residuary estate, being all other property, real and personal, wherever situated, in which I may have any interest at the time of my death not otherwise effectively disposed of, as follows:

(A) Credit Shelter Or Exemption Equivalent Trust for Betty. I devise and bequeath to Betty as Trustee that fraction of my residuary estate of which the numerator is a sum equal to the largest amount that can pass free of federal estate tax under this paragraph of my Will by reason of any tax referred to in Section 2001(b)2) of the Internal Revenue Code of 1986, As Amended, and the unified credit and the state death tax credit (provided use of this credit does not require an increase in the state death taxes paid) allowable to my estate but no other credit and after taking account of my adjusted taxable gifts and property disposed of by preceding articles of this Will and property passing outside of this Will

which is includable in my gross estate and does not qualify for the marital or charitable deduction and after taking account of charges to principal that are not allowed as deductions in computing my federal estate tax, and of which the denominator is the value of my residuary estate. For the purpose of establishing such fraction, the values as finally determined in the federal estate tax proceeding relating to my estate shall be used. I recognize that the numerator of such fraction may be zero, in which case no property shall pass under this paragraph of my Will, and that the numerator may be affected by the action of my Executrix in exercising certain tax elections. This Trust, to be known as "The Betty Mason Blythe Non-Marital Trust," shall be held, administered, and disposed of as follows:

(1) Distribution Of All Income to Betty. Commencing with the date of my death, Betty as Trustee shall pay all of the income of the Trust to herself, personally and individually, in monthly or other convenient installments (but at least annually) for and during the term of her natural life. Betty shall also have the right to "use" the trust property for her lifetime.

(2) Betty's Death. On Betty's death, I devise and bequeath any accrued and undistributed income of the Trust to the Executor or Administrator of Betty's estate and the principal of the Trust outright to Greene and Alice in equal shares in fee simple; provided, however, I stipulate that Greene's shares shall be funded first with any interest in "The Lambert Place," including all buildings and houses, with the exception of Alice's home and lot comprising three acres, more or less, and that Alice's shares shall first be funded with any interest in "The Long Pond Place."

(B) "QTIP" Qualified Terminable interest Property Marital Trust For Betty. I devise and bequeath the remaining balance of my residuary estate, if any, to Betty as Trustee. I direct that this devise and bequest shall be satisfied only out of assets that may

qualify for the marital deduction or out of the proceeds of such assets and that the Trustee shall have no power to invest or to retain non-income producing property without Betty's personal and individual consent. This Trust, to the known as "The Betty Mason Blythe Marital Trust," shall be held, administered, and disposed of as follows:

(1) Distribution Of All Income to Betty. Commencing with the date of my death, Betty as Trustee shall pay all of the income of the Trust to herself, personally and individually, in monthly or other convenient installments (but at least annually) for and during the term of her natural life. Betty shall also have the right to "use" the trust property for her lifetime.

(2) Betty's Death. On Betty's death, I devise and bequeath any accrued and undistributed income of the Trust to the Executor or Administrator of Betty's estate and the principal of the Trust outright to Greene and Alice in equal shares in fee simple; provided, however, I stipulate that Greene's shares should be funded first with any interest in "The Lambert Place," including all buildings and houses, with the exception of Alice's home and lot comprising three acres, more or less, and that Alice's shares shall first be funded with any interest in "The Long Pond Place."

ARTICLE III

TRUSTEES' POWERS

I hereby specifically grant to the Trustee and to Successor Trustees all powers as are granted to Trustees under the Mississippi "Uniform Trustees' Powers Law," Sections 91-9-101 through 91-9-119 of the Mississippi Code of 1972, Annotated, including the power to sell any of the real or personal property in the Trusts at public or private sale for cash or on credit, or to mortgage it, pledge it, lease it or exchange it, all to be exercised without prior or subsequent court order or report; provided, however, that it is my intent and purpose that The Betty

Mason Blythe Marital Trust established under Article II (B) may qualify for the estate tax marital deduction in the event my Executrix so elects, and in the establishment and administration of this Trust, neither my Trustee nor my Executrix may exercise any discretionary powers in any manner which would disqualify this Trust for the marital deduction.

ARTICLE IV

EXECUTRIX

(A) Appointment of Executrix. I appoint Betty as Executrix of my estate, or if she fails to qualify or ceases to act, Greene and Alice as Co-Executors, all to serve without bond, inventory, appraisal, and accounting to any court and to have all of the powers and discretions with respect to my estate during its administration as are granted to Trustees under Article III of this Will, including the power to sell any of the real or personal property which I may own as of the date of my death at public or private sale for cash or on credit, or to mortgage it, pledge it, lease it or exchange it, all to be exercised without prior or subsequent court order or report.

(B) QTIP Elections. My Executrix shall in her absolute discretion determine whether to elect under the provisions of Section 2056 (b) (7) or any other applicable provision of the Internal Revenue Code of 1986, as amended, as well as the corresponding provision of state law, to qualify all or any portion (to the extent permitted by the Codes and applicable regulations) of The Betty Mason Blythe Marital Trust for the federal and state estate tax marital deductions. Generally, I anticipate that my Executrix will elect to minimize the estate tax payable by my estate. However, I would expect that some consideration be given to the estate tax payable in Betty's estate on her death, especially if she should die prior to the time the elections are made.

(C) Election Conclusive. The determination by my Executrix with respect to the exercise of the QTIP elections shall be conclusive on all affected persons, and my Executrix shall not incur any liability for determining whether to exercise the elections or the extent to which they shall be exercised.

(D) Distributions. I further hereby grant to my Executrix and to my Trustee the power to make distributions, including the satisfaction of any pecuniary bequests, in cash or in specific property, real or personal, or in undivided interests, or partly in cash and partly in such property, and to do without regard to the income tax basis of specific property allocated to any beneficiary, including any trusts, and without making pro rata distributions of specific assets.

ARTICLE V

SUCCESSOR TRUSTEES

If Betty fails to qualify or ceases to act, I appoint Greene and Alice as Successor Co-Trustees, to serve without bond or accounting to any court. In the event that either Greene or Alice fails to qualify or ceases to act, he or she shall not be replaced, and the other one shall then serve as sole Successor Trustee.

ARTICLE VI

PAYMENT OF ESTATE TAXES

If Betty survives me, I direct that all estate, inheritance and other death taxes imposed by reason of my death in respect to, any property required to be included in my gross estate for the purposes of such taxes, whether passing under this Will or otherwise (exclusive of any tax imposed as a result of Section 2044 or Chapter 13 of the Internal Revenue Code of 1986, as amended, or a corresponding provision of state law), be charged entirely against that portion of my residuary estate, if any, which passes under the provisions of Article II (A) of this Will, or to the extent, if any, that this portion is insufficient, against that

portion of my residuary estate which passes under the provisions of Article II (B) of this Will, or if Betty does not survive me, out of my residuary estate.

THIS the 11th day of June, 1994.

Shelton M. Blythe
SHELTON M. BLYTHE

ATTESTATION CLAUSE

The above and foregoing Last Will and Testament of Shelton M. BLYTHE was declared by him in our presence to be his Last Will and Testament, and was signed by him in our presence, and at his request and in his presence and in the presence of each other, we, the undersigned, witnessed and attested the due execution of the Last Will and Testament of Shelton M. Blythe.

THIS the 11th day of June, 1994.

Don A. [Signature]
ATTESTING WITNESS

Dr. Country Club Rd. Senatobia Miss.
ADDRESS

W. J. [Signature]
ATTESTING WITNESS

Dr. Country Club Rd. Senatobia Miss.
ADDRESS

ATTORNEY'S CERTIFICATION

This Instrument Prepared By
Edward P. Connell
Attorney at Law
P. O. Box 368
152 Delta Avenue
Clarksdale, Mississippi 38614
Telephone 601-627-2241
Facsimile 601-627-9788
Mississippi Bar Number 6457

IN THE CHANCERY COURT OF TATE COUNTY, MISSISSIPPI

IN THE MATTER OF THE ESTATE OF
SHELTON M. BLYTHE, DECEASED

BETTY MASON BLYTHE, EXECUTRIX

NO. P94-11-388

AFFIDAVIT

OF

SUBSCRIBING WITNESS

THIS DAY personally appeared before me, the undersigned authority within and for the State and County aforesaid, DAN A. SULLIVAN, who, after being by me first duly sworn, deposes and says that he well knew Shelton M. Blythe, now deceased, during his lifetime. That affiant, along with Mike Jones, witnessed the signature and attested the due execution of the Last Will and Testament of Shelton M. Blythe dated June 11, 1994, and that Shelton M. Blythe on that date and at the time of the execution of the Last Will and Testament was above the age of 18 years, of sound and disposing mind, memory, and understanding, and that Shelton M. Blythe in the presence of affiant and Mike Jones published and declared the instrument of writing to be his Last Will and Testament.

x Dan A. Sullivan
DAN A. SULLIVAN

SWORN TO AND SUBSCRIBED before me on this the 15th day of November, 1994.

Edward P. Price
NOTARY PUBLIC
MY COMMISSION EXPIRES: _____

Filed for record November 8, 1994, and recorded November 15, 1994.

/s/ John R. Price, Jr., Clerk

STATE OF MISSISSIPPI
TATE COUNTY
I, John R. Price, Jr., Clerk of the Chancery Court in and for said county and state, hereby certify that the foregoing is a true and correct copy of the Will of Shelton M. Blythe as same appears on file or record in Book 61B/14 Page 38 of the records of Tate County, Mississippi.
Witness my hand and official seal this the 15 day of Nov 1994
John R. Price, Jr.
Chancery Clerk, Tate County, Mississippi